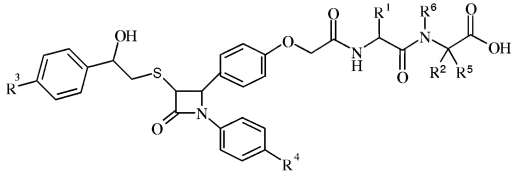
In the Claims:

The current status of all claims is listed below and supercedes all previous lists of claims.

Please amend claims 1-20, and add new claims 21-28 as follows.

1. (currently amended) A compound of formula (I):



(I)

wherein:

R^1 is hydrogen, C_{1-6}alkyl, C_{3-6}cycloalkyl or aryl; wherein said C_{1-6}alkyl may be optionally substituted by one or more hydroxy, amino, guanidino, carbamoyl, carboxy, C_{1-6}alkoxy, *N*-(C_{1-6}alkyl)amino, *N,N*-(C_{1-6}alkyl)$_2$amino, ~~C_1-C_6alkylcarbonylamino~~ C_1-C_6 alkylcarbonylamino, C_{1-6}alkylS(O)$_a$ wherein a is 0-2, C_{3-6}cycloalkyl or aryl; and wherein any aryl group may be optionally substituted by one or two substituents selected from halo, hydroxy, C_{1-6}alkyl or C_{1-6}alkoxy;

R^2 and R^5 are independently hydrogen, a branched or unbranched C_{1-6}alkyl, C_{3-6}cycloalkyl or aryl; wherein said C_{1-6}alkyl may be optionally substituted by one or more hydroxy, amino, guanidino, cyano, carbamoyl, carboxy, C_{1-6}alkoxy, aryl C_{1-6}alkoxy, $(C_1$-$C_4)_3$Si, *N*-(C_{1-6}alkyl)amino, *N,N*-(C_{1-6}alkyl)$_2$amino, ~~C_{1-6}alkylS(O)$_a$~~, C_{1-6}alkylS(O)$_a$, C_{3-6}cycloalkyl, aryl or aryl C_{1-6} alkylS(O)$_a$, wherein a is 0-2; and wherein any aryl group may be optionally substituted by one or two substituents selected from halo, hydroxy, C_{1-6}alkyl or C_{1-6}alkoxy;

R^3 is hydrogen, alkyl, halo, C_{1-6}alkoxy or C_{1-6} alkylS-;

R^4 is hydrogen, C_{1-6} alkyl, halo or C_{1-6}alkoxy;

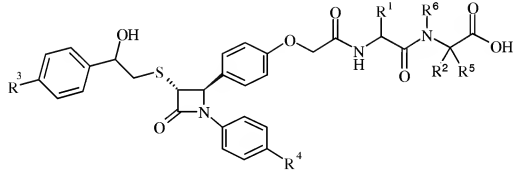
R^6 is hydrogen, C_{1-6} alkyl, or arylC_{1-6} alkyl;

wherein R^5 and R^2 may form a ring with 2-7 carbon atoms and wherein R^6 and R^2 may form a ring with 3-6 carbon atoms;

or a pharmaceutically acceptable salt, solvate, solvate of such a salt or a prodrug thereof;

with the proviso that said compound is not 3-(R)-4-(R)-1-(phenyl)-3-[2-(4-fluorophenyl)-2-hydroxyethylsulphanyl]-4-[4-(*N*-{*N*-[(R)-1-(carboxy)-2-(hydroxy)ethyl]carbamoylmethyl}carbamoylmethoxy)phenyl]azetidin-2-one; or 3-(R)-4-(R)-1-(phenyl)-3-[2-(4-fluorophenyl)-2-hydroxyethylsulphanyl]-4-{4-[*N*-((R)-α-{*N*-[(S)-1-(carboxy)-2-(hydroxy) ethyl]carbamoyl}benzyl)carbamoylmethoxy]phenyl}azetidin-2-one.

2. (currently amended) A compound of formula (I2):



(I2)

wherein:

R^1 is hydrogen, $C_{1\text{-}6}$alkyl, $C_{3\text{-}6}$cycloalkyl or aryl; wherein said $C_{1\text{-}6}$alkyl may be optionally substituted by one or more hydroxy, amino, guanidino, carbamoyl, carboxy, $C_{1\text{-}6}$alkoxy, *N*-($C_{1\text{-}6}$alkyl)amino, *N,N*-($C_{1\text{-}6}$alkyl)$_2$amino, ~~C_1-C_6alkylcarbonylamino~~ C_1-C_6 alkylcarbonylamino, $C_{1\text{-}6}$alkylS(O)$_a$ wherein a is 0-2, $C_{3\text{-}6}$cycloalkyl or aryl; and wherein any aryl group may be optionally substituted by one or two substituents selected from halo, hydroxy, $C_{1\text{-}6}$alkyl or $C_{1\text{-}6}$alkoxy;

R^2 and R^5 are independently hydrogen, a branched or unbranched $C_{1\text{-}6}$alkyl, $C_{3\text{-}6}$cycloalkyl or aryl; wherein said $C_{1\text{-}6}$alkyl may be optionally substituted by one or more hydroxy, amino, guanidino, cyano, carbamoyl, carboxy, $C_{1\text{-}6}$alkoxy, aryl $C_{1\text{-}6}$alkoxy, $(C_1\text{-}C_4)_3$Si, *N*-($C_{1\text{-}6}$alkyl)amino, *N,N*-($C_{1\text{-}6}$alkyl)$_2$amino, ~~$C_{1\text{-}6}$alkylS(O)$_a$~~, $C_{1\text{-}6}$alkylS(O)$_a$, $C_{3\text{-}6}$cycloalkyl, aryl or

aryl C_{1-6} alkyl$S(O)_a$, wherein a is 0-2; and wherein any aryl group may be optionally substituted by one or two substituents selected from halo, hydroxy, C_{1-6}alkyl or C_{1-6}alkoxy;

R^3 is hydrogen, alkyl, halo, C_{1-6}alkoxy or C_{1-6} alkylS-;

R^4 is hydrogen, C_{1-6} alkyl, halo or C_{1-6}alkoxy;

R^6 is hydrogen, C_{1-6} alkyl, or arylC_{1-6} alkyl;

wherein R^5 and R^2 may form a ring with 2-7 carbon atoms and wherein R^6 and R^2 may form a ring with 3-6 carbon atoms;

or a pharmaceutically acceptable salt, solvate, solvate of such a salt or a prodrug thereof;

with the proviso that said compound is not 3-(R)-4-(R)-1-(phenyl)-3-[2-(4-fluorophenyl)-2-hydroxyethylsulphanyl]-4-[4-(*N*-{[(R)-1-(carboxy)-2-(hydroxy)ethyl]carbamoylmethyl}carbamoylmethoxy)phenyl]azetidin-2-one; or 3-(R)-4-(R)-1-(phenyl)-3-[2-(4-fluorophenyl)-2-hydroxyethylsulphanyl]-4-{4-[*N*-((R)-α-{*N*-[(S)-1-(carboxy)-2-(hydroxy) ethyl]carbamoyl}benzyl)carbamoylmethoxy]phenyl}azetidin-2-one.

3. (currently amended) A compound according to claim 1 ~~or 2~~, wherein:

R^1 is hydrogen or phenyl.

4. (currently amended) A compound according to ~~any of the preceding claims~~ claim 1, wherein:

R^2 is hydrogen, a branched or unbranched C_{1-6}alkyl, C_{3-6}cycloalkyl or aryl; wherein said C_{1-6}alkyl may be optionally substituted by one or more hydroxy, amino, acylamino, C_{1-6}alkyl$S(O)_a$ wherein a is 0-2, C_{3-6}cycloalkyl or aryl; and wherein any aryl group may be optionally substituted by hydroxy, alkyl, alkoxy or cyano.

5. (currently amended) A compound according to ~~any of the preceding claims~~ claim 1, wherein:

R^3 is hydrogen, C_1-C_2alkyl, halo or methoxy.

6. (currently amended) A compound according to ~~any of the preceding claims~~ claim 1, wherein:

R^3 is hydrogen, methyl, chlorine, fluorine, C_{1-6} alkylS-, or methoxy.

7. (currently amended) A compound according to ~~any of the preceding claims~~ claim 1, wherein:

R^4 is hydrogen or halo.

8. (currently amended) A compound according to ~~any of the preceding claims~~ claim 1, wherein:

R^4 is chlorine or fluorine.

9. (currently amended) A compound according to ~~any of the preceding claims~~ claim 1, wherein:

R^6 is hydrogen, C_{1-6} alkyl, arylC_{1-6}alkyl or R^6 and R^2 form a ring with 3-6 carbon atoms.

10. (currently amended) A compound according to claim 1, wherein:

R^1 is hydrogen;

R^2 is a branched or unbranched C_{1-4}alkyl, optionally substituted by a C_{3-6}cycloalkyl, alkylS-, aryl optionally substituted by hydroxy or cyano, amino, *N*-(C_{1-6}alkyl)amino, *N,N*-(C_{1-6}alkyl)$_2$amino or aryl C_{1-6} alkylS$(O)_a$, wherein a is ~~0-2~~ 0-2;

R^3 and R^4 are halo;

R^5 is hydrogen or C_{1-6} alkyl; and

R^6 is hydrogen.

11. (currently amended) One or more compounds chosen from:

N-{[4-((2R,3R)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-N^6-acetyl-D-lysine;

1-(4-Fluorophenyl)-3-(R)-[2-(4-fluorophenyl)-2-hydroxyethylthio]-4-(R)-{4-[*N*-{*N*-[2-

(phenyl)-1-(R)-(carboxy)ethyl]carbamoylmethyl}carbamoylmethoxy]phenyl}azetidin-2-one;

N-{[4-((2*R*,3*R*)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-D-valine;

N-{[4-((2*R*,3*R*)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-D-tyrosine;

N-{[4-((2*R*,3*R*)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-D-proline;

N-{[4-((2*R*,3*R*)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-D-lysine;

N-{[4-((2*R*,3*R*)-1-(4-fluorophenyl)-3-{[2-hydroxy-2-(4-methoxyphenyl)ethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-D-valine;

N-{[4-((2*R*,3*R*)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-2-butylnorleucine;

N-{[4-((2*R*,3*R*)-1-(4-Fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-*S*-methyl-L-cysteine;

N-{[4-((2*R*,3*R*)-1-(4-chlorophenyl)-3-{[2-(4-chlorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-3-cyclohexyl-D-alanine;

N-{[4-((2*R*,3*R*)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-3-cyclohexyl-D-alanine;

N-{[4-((2*R*,3*R*)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-4-methylleucine;

N-{[4-((2*R*,3*R*)-1-(4-Fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}-L-alanyl-D-valine;

N-{[4-((2*R*,3*R*)-1-(4-fluorophenyl)-3-{[2-hydroxy-2-(4-methylphenyl)ethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-D-valine;

N-{[4-((2*R*,3*R*)-1-(4-chlorophenyl)-3-{[2-(4-chlorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-D-valine;

N-{[4-((2*R*,3*R*)-1-(4-chlorophenyl)-3-{[2-(4-chlorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-3-methyl-D-valine;

N-{[4-((2*R*,3*R*)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-

oxoazetidin-2-yl)phenoxy]acetyl}glycyl-3-(2-naphthyl)-D-alanine;

N-{[4-((2*R*,3*R*)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-3-methyl-D-valine;

N-{[4-((2*R*,3*R*)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-(3*R*,4*S*,5*R*)-3,4,5,6-tetrahydroxy-D-~~norleucine.~~ norleucine;

N-{[4-((2*R*,3*R*)-1-(4-Fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-*N*,2-~~dimethylalanine~~ dimethylalanine;

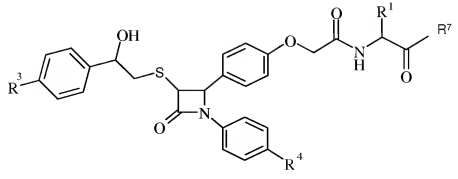
N-({4-[(2*R*,3*R*)-1-(4-Fluorophenyl)-3-({2-hydroxy-2-[4-(methylthio)phenyl]ethyl}thio)-4-oxoazetidin-2-yl]phenoxy}acetyl)glycyl-3-methyl-D-~~valine~~ valine;

N-{[4-((2*R*,3*R*)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-*S*-(4-methylbenzyl)-D-~~cysteine~~ cysteine;

N-{[4-((2*R*,3*R*)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-*S*-(*tert*-butyl)-D-~~cysteine~~ cysteine; and

N-{[4-((2*R*,3*R*)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-b,b-dimethyl-D-phenylalanine.

12. (currently amended) A compound of the formula (XV) or hydrolysable esters or amides thereof:



(XV)

wherein:

R^1 is hydrogen, C_{1-6}alkyl, C_{3-6}cycloalkyl or aryl; wherein said C_{1-6}alkyl may be

optionally substituted by one or more hydroxy, amino, guanidino, carbamoyl, carboxy, C_{1-6}alkoxy, *N*-(C_{1-6}alkyl)amino, *N,N*-(C_{1-6}alkyl)$_2$amino, ~~C_1-C_6 alkylcarbonylamino~~ C_1-C_6 alkylcarbonylamino, C_{1-6}alkylS(O)$_a$ wherein a is 0-2, C_{3-6}cycloalkyl or aryl; and wherein any aryl group may be optionally substituted by one or two substituents selected from halo, hydroxy, C_{1-6}alkyl or C_{1-6}alkoxy;

R^2 and R^5 are independently hydrogen, a branched or unbranched C_{1-6}alkyl, C_{3-6}cycloalkyl or aryl; wherein said C_{1-6}alkyl may be optionally substituted by one or more hydroxy, amino, guanidino, carbamoyl, carboxy, C_{1-6}alkoxy, aryl C_{1-6}alkoxy,$(C_1-C_4)_3$Si, *N*-(C_{1-6}alkyl)amino, *N,N*-(C_{1-6}alkyl)$_2$amino, C_{1-6}alkylS(O)$_a$, ~~aryl C_{1-6} alkylS(O)$_a$,~~ arylC_{1-6} alkylS(O)$_a$, wherein a is 0-2, C_{3-6}cycloalkyl or aryl; and wherein any aryl group may be optionally substituted by one or two substituents selected from halo, hydroxy, C_{1-6}alkyl or C_{1-6}alkoxy;

R^3 is hydrogen, alkyl, halo, C_{1-6}alkoxy or C_{1-6} alkylS-;

R^4 is hydrogen, C_{1-6} alkyl, halo or C_{1-6}alkoxy;

R^6 is hydrogen, C_{1-6} alkyl, or arylC_{1-6} alkyl; and

R^7 is an hydroxy group or a C_{1-3} alkoxy group;

wherein R^5 and R^2 may form a ring with 2-7 carbon atoms and wherein R^6 and R^2 may form a ring with 3-6 carbon atoms;

or a pharmaceutically acceptable salt, solvate, solvate of such a salt or a prodrug thereof;

with the proviso that said compound is not 3-(R)-4-(R)-1-(phenyl)-3-[2-(4-fluorophenyl)-2-hydroxyethylsulphanyl]-4-[4-(*N*-{*N*-[(R)-1-(carboxy)-2-(hydroxy)ethyl]carbamoylmethyl}carbamoylmethoxy)phenyl]azetidin-2-one; or 3-(R)-4-(R)-1-(phenyl)-3-[2-(4-fluorophenyl)-2-hydroxyethylsulphanyl]-4-{4-[*N*-((R)-α-{*N*-[(S)-1-(carboxy)-2-(hydroxy) ethyl]carbamoyl}benzyl)carbamoylmethoxy]phenyl}azetidin-2-one.

13. (currently amended) A method of treating or preventing a hyperlipidemic condition ~~hyperlipidemic conditions~~ comprising the administration of an effective amount of a compound according to ~~any one of claims 1 to 12~~ claim 1 to a mammal in need thereof.

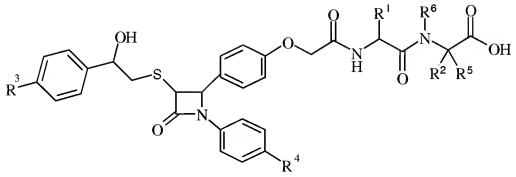
14. (currently amended) A method of treating or preventing atherosclerosis comprising the administration of an effective amount of a compound according to ~~any one of claims 1 to 12~~ claim 1 to a mammal in need thereof.

15. (currently amended) A method for treating or preventing Alzheimers' disease comprising the administration of an effective amount of a compound according to ~~any one of claims 1 to 12~~ claim 1 to a mammal in need thereof.

16. (currently amended) A method for treating or preventing a cholesterol associated tumor ~~cholesterol associated tumors~~ comprising the administration of an effective amount of a compound according to ~~any one of claims 1 to 12~~ claim 1 to a mammal in need thereof.

17. (currently amended) A pharmaceutical formulation comprising a compound according to ~~any one of claims 1 to 12~~ claim 1 in admixture with a pharmaceutically acceptable adjuvant, diluent and/or carrier ~~adjuvants, diluents and/or carriers~~.

18. (currently amended) A combination of a compound according to formula (I)



(I)

wherein:

R^1 is hydrogen, C_{1-6}alkyl, C_{3-6}cycloalkyl or aryl; wherein said C_{1-6}alkyl may be optionally substituted by one or more hydroxy, amino, guanidino, carbamoyl, carboxy, C_{1-6}alkoxy, *N*-(C_{1-6}alkyl)amino, *N,N*-(C_{1-6}alkyl)$_2$amino, C_1-C_6 alkylcarbonylamino, C_{1-6}alkyl$S(O)_a$ wherein a is 0-2, C_{3-6}cycloalkyl or aryl; and wherein any aryl group may be

optionally substituted by one or two substituents selected from halo, hydroxy, C_{1-6}alkyl or C_{1-6}alkoxy;

R^2 and R^5 are independently hydrogen, a branched or unbranched C_{1-6}alkyl, C_{3-6}cycloalkyl or aryl; wherein said C_{1-6}alkyl may be optionally substituted by one or more hydroxy, amino, guanidino, cyano, carbamoyl, carboxy, C_{1-6}alkoxy, aryl C_{1-6}alkoxy, $(C_1\text{-}C_4)_3Si$, *N*-(C_{1-6}alkyl)amino, *N,N*-(C_{1-6}alkyl)$_2$amino, C_{1-6}alkylS(O)$_a$, C_{3-6}cycloalkyl, aryl or aryl C_{1-6} alkylS(O)$_a$ wherein a is 0-2; and wherein any aryl group may be optionally substituted by one or two substituents selected from halo, hydroxy, C_{1-6}alkyl or C_{1-6}alkoxy;

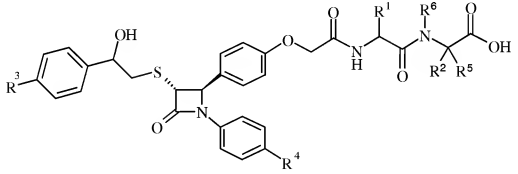
R^3 is hydrogen, alkyl, halo, C_{1-6}alkoxy or C_{1-6} alkylS-;

R^4 is hydrogen, C_{1-6} alkyl, halo or C_{1-6}alkoxy;

R^6 is hydrogen, C_{1-6} alkyl, or arylC_{1-6} alkyl;

wherein R^5 and R^2 may form a ring with 2-7 carbon atoms and wherein R^6 and R^2 may form a ring with 3-6 carbon atoms;

or according to formula (I2)



(I2)

wherein:

R^1 is hydrogen, C_{1-6}alkyl, C_{3-6}cycloalkyl or aryl; wherein said C_{1-6}alkyl may be optionally substituted by one or more hydroxy, amino, guanidino, carbamoyl, carboxy, C_{1-6}alkoxy, *N*-(C_{1-6}alkyl)amino, *N,N*-(C_{1-6}alkyl)$_2$amino, C_1-C_6 alkylcarbonylamino, C_{1-6}alkylS(O)$_a$ wherein a is 0-2, C_{3-6}cycloalkyl or aryl; and wherein any aryl group may be optionally substituted by one or two substituents selected from halo, hydroxy, C_{1-6}alkyl or C_{1-6}alkoxy;

R^2 and R^5 are independently hydrogen, a branched or unbranched C_{1-6}alkyl,

C_{3-6}cycloalkyl or aryl; wherein said C_{1-6}alkyl may be optionally substituted by one or more hydroxy, amino, guanidino, cyano, carbamoyl, carboxy, C_{1-6}alkoxy, aryl C_{1-6}alkoxy, $(C_1\text{-}C_4)_3Si$, *N*-(C_{1-6}alkyl)amino, *N,N*-(C_{1-6}alkyl)$_2$amino, C_{1-6}alkylS(O)$_a$, C_{3-6}cycloalkyl, aryl or aryl C_{1-6} alkylS(O)$_a$, wherein a is 0-2; and wherein any aryl group may be optionally substituted by one or two substituents selected from halo, hydroxy, C_{1-6}alkyl or C_{1-6}alkoxy;

R^3 is hydrogen, alkyl, halo, C_{1-6}alkoxy or C_{1-6} alkylS-;

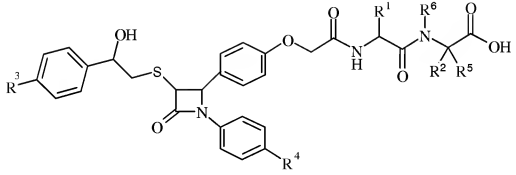
R^4 is hydrogen, C_{1-6} alkyl, halo or C_{1-6}alkoxy;

R^6 is hydrogen, C_{1-6} alkyl, or arylC_{1-6} alkyl;

wherein R^5 and R^2 may form a ring with 2-7 carbon atoms and wherein R^6 and R^2 may form a ring with 3-6 carbon atoms;

with a PPAR alpha and/or gamma agonist.

19. (currently amended) A combination of a compound according to formula (I)



(I)

wherein:

R^1 is hydrogen, C_{1-6}alkyl, C_{3-6}cycloalkyl or aryl; wherein said C_{1-6}alkyl may be optionally substituted by one or more hydroxy, amino, guanidino, carbamoyl, carboxy, C_{1-6}alkoxy, *N*-(C_{1-6}alkyl)amino, *N,N*-(C_{1-6}alkyl)$_2$amino, C_1-C_6 alkylcarbonylamino, C_{1-6}alkylS(O)$_a$ wherein a is 0-2, C_{3-6}cycloalkyl or aryl; and wherein any aryl group may be optionally substituted by one or two substituents selected from halo, hydroxy, C_{1-6}alkyl or C_{1-6}alkoxy;

R^2 and R^5 are independently hydrogen, a branched or unbranched C_{1-6}alkyl, C_{3-6}cycloalkyl or aryl; wherein said C_{1-6}alkyl may be optionally substituted by one or more

hydroxy, amino, guanidino, cyano, carbamoyl, carboxy, C_{1-6}alkoxy, aryl C_{1-6}alkoxy, $(C_1$-$C_4)_3$Si, *N*-(C_{1-6}alkyl)amino, *N,N*-(C_{1-6}alkyl)$_2$amino, C_{1-6}alkylS(O)$_a$, C_{3-6}cycloalkyl, aryl or aryl C_{1-6} alkylS(O)$_a$, wherein a is 0-2; and wherein any aryl group may be optionally substituted by one or two substituents selected from halo, hydroxy, C_{1-6}alkyl or C_{1-6}alkoxy;

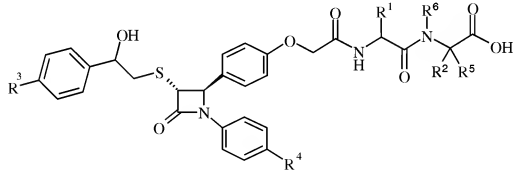
R^3 is hydrogen, alkyl, halo, C_{1-6}alkoxy or C_{1-6} alkylS-;

R^4 is hydrogen, C_{1-6} alkyl, halo or C_{1-6}alkoxy;

R^6 is hydrogen, C_{1-6} alkyl, or arylC_{1-6} alkyl;

wherein R^5 and R^2 may form a ring with 2-7 carbon atoms and wherein R^6 and R^2 may form a ring with 3-6 carbon atoms;

or according to formula (I2)



(I2)

wherein:

R^1 is hydrogen, C_{1-6}alkyl, C_{3-6}cycloalkyl or aryl; wherein said C_{1-6}alkyl may be optionally substituted by one or more hydroxy, amino, guanidino, carbamoyl, carboxy, C_{1-6}alkoxy, *N*-(C_{1-6}alkyl)amino, *N,N*-(C_{1-6}alkyl)$_2$amino, C_1-C_6 alkylcarbonylamino, C_{1-6}alkylS(O)$_a$ wherein a is 0-2, C_{3-6}cycloalkyl or aryl; and wherein any aryl group may be optionally substituted by one or two substituents selected from halo, hydroxy, C_{1-6}alkyl or C_{1-6}alkoxy;

R^2 and R^5 are independently hydrogen, a branched or unbranched C_{1-6}alkyl, C_{3-6}cycloalkyl or aryl; wherein said C_{1-6}alkyl may be optionally substituted by one or more hydroxy, amino, guanidino, cyano, carbamoyl, carboxy, C_{1-6}alkoxy, aryl C_{1-6}alkoxy, $(C_1$-$C_4)_3$Si, *N*-(C_{1-6}alkyl)amino, *N,N*-(C_{1-6}alkyl)$_2$amino, C_{1-6}alkylS(O)$_a$, C_{3-6}cycloalkyl, aryl or aryl C_{1-6} alkylS(O)$_a$, wherein a is 0-2; and wherein any aryl group may be optionally substituted by one or

two substituents selected from halo, hydroxy, C_{1-6}alkyl or C_{1-6}alkoxy;

R^3 is hydrogen, alkyl, halo, C_{1-6}alkoxy or C_{1-6} alkylS-;

R^4 is hydrogen, C_{1-6} alkyl, halo or C_{1-6}alkoxy;

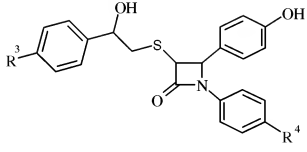
R^6 is hydrogen, C_{1-6} alkyl, or arylC_{1-6} alkyl;

wherein R^5 and R^2 may form a ring with 2-7 carbon atoms and wherein R^6 and R^2 may form a ring with 3-6 carbon atoms;

with an HMG Co-A reductase inhibitor.

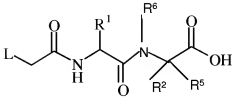
20. (currently amended) A process for preparing a compound ~~of formula (I)~~ or a pharmaceutically acceptable salt, solvate, solvate of such a salt or a prodrug thereof ~~which process (wherein variable groups are, unless otherwise specified, as defined in formula (I)) comprises of~~ comprising:

~~*Process 1)*~~ a) reacting a compound of formula (II):



(II)

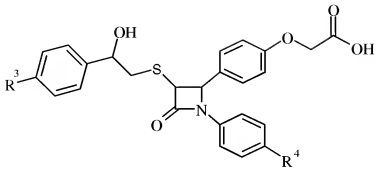
with a compound of formula (III):



(III)

~~wherein L is a displaceable group;~~

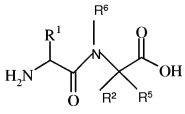
~~*Process 2)*~~ b) reacting an acid of formula (IV):



(IV)

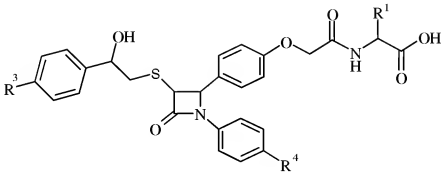
or an activated derivative thereof;

with an amine of formula (V):



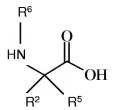
(V)

~~*Process 3):*~~ c) reacting an acid of formula (VI):



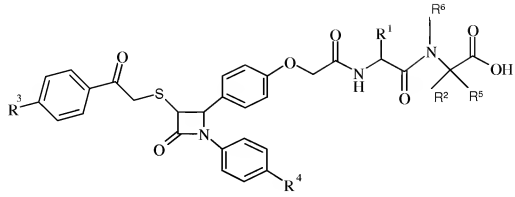
(VI)

or an activated derivative thereof, with an amine of formula (VII):



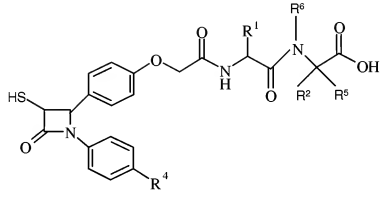
(VII)

~~*Process 4):*~~ d) reducing a compound of formula (VIII):



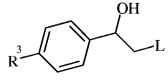
(VIII)

~~*Process 5):*~~ e) reacting a compound of formula (IX):



(IX)

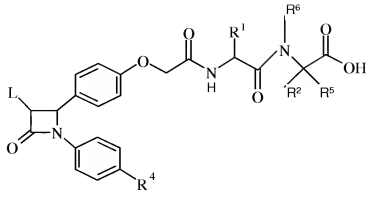
with a compound of formula (X):



(X)

~~wherein L is a displaceable group;~~

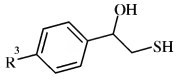
~~*Process 6):*~~ f) reacting a compound of formula (XI):



(XI)

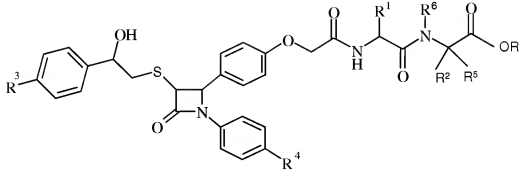
~~wherein L is a displaceable group;~~

with a compound of formula (XII):



(XII)

~~*Process 7)*~~: g) De-esterifying a compound of formula (XIII)



(XIII)

wherein the group C(O)OR is an ester group; and

wherein:

R^1 is hydrogen, C_{1-6}alkyl, C_{3-6}cycloalkyl or aryl; wherein said C_{1-6}alkyl may be optionally substituted by one or more hydroxy, amino, guanidino, carbamoyl, carboxy, C_{1-6}alkoxy, *N*-(C_{1-6}alkyl)amino, *N,N*-(C_{1-6}alkyl)$_2$amino, C_1-C_6alkylcarbonylamino, C_{1-6}alkylS(O)$_a$ wherein a is 0-2, C_{3-6}cycloalkyl or aryl; and wherein any aryl group may be

optionally substituted by one or two substituents selected from halo, hydroxy, C_{1-6}alkyl or C_{1-6}alkoxy;

R^2 and R^5 are independently hydrogen, a branched or unbranched C_{1-6}alkyl, C_{3-6}cycloalkyl or aryl; wherein said C_{1-6}alkyl may be optionally substituted by one or more hydroxy, amino, guanidino, cyano, carbamoyl, carboxy, C_{1-6}alkoxy, aryl C_{1-6}alkoxy, $(C_1\text{-}C_4)_3Si$, *N*-(C_{1-6}alkyl)amino, *N,N*-(C_{1-6}alkyl)$_2$amino, C_{1-6}alkylS(O)$_a$, C_{3-6}cycloalkyl, aryl or aryl C_{1-6} alkylS(O)$_a$ wherein a is 0-2; and wherein any aryl group may be optionally substituted by one or two substituents selected from halo, hydroxy, C_{1-6}alkyl or C_{1-6}alkoxy;

R^3 is hydrogen, alkyl, halo, C_{1-6}alkoxy or C_{1-6} alkylS-;

R^4 is hydrogen, C_{1-6} alkyl, halo or C_{1-6}alkoxy;

R^6 is hydrogen, C_{1-6} alkyl, or arylC_{1-6} alkyl;

wherein R^5 and R^2 may form a ring with 2-7 carbon atoms and wherein R^6 and R^2 may form a ring with 3-6 carbon atoms; and

L is a displaceable group;

and thereafter ~~if necessary or desirable~~ optionally:

i) converting a compound of the formula (I) into another compound of the formula (I);

ii) removing any protecting groups;

iii) forming a pharmaceutically acceptable salt, solvate, solvate of such a salt or a prodrug; or

iv) separating two or more enantiomers.

~~L is a displaceable group, suitable values for L are for example, a halogeno or sulphonyloxy group, for example a chloro, bromo, methanesulphonyloxy or toluene-4-sulphonyloxy group.~~

~~C(O)OR is an ester group, suitable values for C(O)OR are methoxycarbonyl, ethoxycarbonyl, *t*-butoxycarbonyl and benzyloxycarbonyl.~~

21. (new) A method of treating or preventing a hyperlipidemic condition comprising the administration of an effective amount of a compound according to claim 12 to a mammal in need thereof.

22. (new) A method of treating or preventing atherosclerosis comprising the administration of an effective amount of a compound according to claim 12 to a mammal in need thereof.

23. (new) A method for treating or preventing Alzheimers' disease comprising the administration of an effective amount of a compound according to claim 12 to a mammal in need thereof.

24. (new) A method for treating or preventing a cholesterol associated tumor comprising the administration of an effective amount of a compound according to claim 12 to a mammal in need thereof.

25. (new) A pharmaceutical formulation comprising a compound according to claim 12 in admixture with a pharmaceutically acceptable adjuvant, diluent and/or carrier.

26. (new) A process according to claim 20 wherein L is a halogen or sulphonyloxy group.

27. (new) A process according to claim 26 wherein L is a chloro, bromo, methanesulphonyloxy or toluene-4-sulphonyloxy group.

28. (new) A process according to claim 20 wherein the C(O)OR ester group is methoxycarbonyl, ethoxycarbonyl, *t*-butoxycarbonyl, or benzyloxycarbonyl.